

I. Piñon Ridge Procedures – Conceptual Terms Agreed Upon

The procedures will be based on the Court's order of June 13, 2012, Colorado law and regulations, including the Administrative Procedure Act ("APA") section 105, the Radiation Control Act, section 203, Radiation Control Regs. section 18.6, and the Colorado Rules of Civil Procedure, unless modified by the Court's order and/or agreement of the parties as provided by paragraph 8 of the Court's order. For example, it is agreed that the hearing will be convened within 75 days of July 31, 2012 (October 15, 2012) and the Colorado Department of Public Health and Environment's ("CDPHE") decision will be made within 270 days of July 31, 2012 (April 27, 2013). The procedures herein, and the presumptive scheduling order contained in Exhibit A, will include notice, party status, reasonable discovery, and cross examination. Furthermore, prospective parties will not be precluded from raising substantive issues already raised before the Court, although purely legal objections such as relevance may be raised and ruled upon by the hearing officer.

We further agreed there would be a notice of hearing, an opportunity for parties to pose issues for adjudication, a case management hearing where legal objections to the issues or the parties could be heard and decided, a discovery schedule set and other preliminaries dealt with, then the parties would prepare their cases and there would be a pre-hearing conference, followed by a hearing with live cross-examination of witnesses, post-trial briefing and a written decision. CDPHE would not make a new decision on the mill license until after the outcome of the adjudication is final so that it could incorporate the outcome of the hearing into the new decision.

In addition we have agreed to the following specifics:

1. CDPHE will not present a proposed decision at the hearing and need not even be a party to the hearing.
2. The prior licensing decision is only relevant to framing issues for the hearing.
3. The hearing will be presided over by an independent hearing officer who shall possess at a minimum, the qualifications of the lawyers employed by the Office of Administrative Courts (lawyers with five years of experience) to preside over administrative hearings.
4. Where providing the agreed procedures is not practicable within the time frames set by the RCA, CDPHE will be allowed some flexibility on time-frames.
5. Where an issue is raised and allowed by the hearing officer, all interested parties may provide evidence to the hearing officer. The hearing record for the hearing officer's consideration shall be the evidence presented in the hearing by the parties, not the administrative record unless admitted at the hearing.
6. The hearing officer shall make an initial decision on the issues raised and allowed by the hearing officer that will become final unless appealed to the Executive Director of CDPHE. Interlocutory appeals shall not be allowed.

7. Appeals of the initial decision and any other decision made by the hearing officer to the Executive Director of CDPHE are mandatory to preserve rights to judicial review. Any appeal must be filed within fourteen (14) days of service of the initial decision on the parties. The decision of the executive director is not final agency action and, therefore, is not appealable under the APA.
8. CDPHE shall make a final decision on the application and issue a license if appropriate, taking into consideration the results of hearing officer, and if an appeal was filed, any appeal decision made by the Executive Director. CDPHE's review for the final licensing decision will not be limited to the record presented to the hearing officer, but will be based on the entire administrative record. The email service of the final licensing decision and license on the parties is final agency action which triggers the judicial review provisions of APA 24-4-106.
9. The Court's recent order regarding remand is not appealable.
10. Non-parties will be permitted to submit written comments to the Department and may be permitted to make an oral presentation at the hearing, but will not have the other rights of a party.
11. Subject to adoption by the hearing officer, the parties have agreed to a tentative timeline for the proceeding, which is attached as Exhibit A. Specific dates referred to herein refer to dates contained in this proposed timeline.
12. The parties to this agreement have discussed the potential rights of other parties and do not believe that rights of other parties would be impaired by the agreement or the presumptive schedule set forth in Exhibit A. Therefore, if these procedures are contested or challenged by anyone, the parties to this agreement agree not to join nor support such a challenge.

II. Body of Detailed Agreement

Pursuant to paragraph 8 of the order of the Court, dated June 13, 2012, the parties have conferred regarding the detailed procedures for the hearing and have reached the following agreement. Appeals of the initial decision of the hearing officer to the Executive Director of CDPHE must be filed within fourteen (14) days of the initial decision issued by the hearing officer. Responses will be filed with the Executive Director of CDPHE within 7 days. No replies will be permitted unless the response brief raises issues that were not raised in the opening brief and replies must be filed within 3 days. No interlocutory appeals shall be allowed. The decision of the executive director is not final agency action and, therefore, is not appealable under the APA. Judicial review of the final decision on the license application and any license that may issue shall be made pursuant to APA 24-4-106. The Court's recent order regarding remand is not appealable.

Parties will not be precluded from raising substantive issues already raised before the Court due to estoppel or issue preclusion. Other objections, such as relevance, may be raised at the case management hearing, the pre-hearing conference, or the hearing.

After the hearing is complete and the decision on the adjudicated issues is final, CDPHE shall make a new decision on the mill license application that takes account of the evidence presented at the hearing, the hearing officer's decision, the decision of the Executive Director of CDPHE on any appeal of the hearing officer's decision, and the entire administrative record for this licensing proceeding as indicated by paragraph 5 of Judge McMullen's order of June 13, 2012. CDPHE shall make this decision, including issuance of any license that may issue based on these proceedings, within 270 days from the date of this agreement (April 27, 2013), or as soon practicable thereafter where prior approval is granted by the hearing officer based on good cause shown. Notice that this decision has been made by CDPHE will be sent by e-mail to all of the parties to this agreement, with a copy of the decision documents attached.

The prior licensing decision is only relevant to framing issues for the hearing and shall not be presented into evidence at the new hearing.

The hearing officer for the hearing shall be independent, meaning that he or she is not a full or part time CDPHE employee. CDPHE has discretion to select the hearing officer, who shall have the qualifications of the lawyers employed by the Office of Administrative Courts (lawyers with five years of experience) to preside over administrative hearings

CDPHE shall provide notice of the hearing within one week (August 7, 2012) of the date of this agreement, in accordance with the following procedures:

A. Notice of Hearing

1. The hearing shall be preceded by written notice containing:
 - a. The nature of the hearing and its time and place;
 - b. The legal authority and jurisdiction under which the hearing is to be held;
 - c. The general objective of the hearing, including a reference to the application and the Environmental Impact Assessment ("EIA") and where the application and EIA may be located both physically and online;
 - d. A description of the right of any interested person to make written comments to the Department or present oral comments at the hearing;
 - e. The procedure for applying to become a party to the hearing, including an explanation of the proposed timeline and the implications of timely application for party status on full participation (e.g., discovery, case management hearing) in this licensing proceeding; and,
 - f. a description of the procedures to be followed at the case management hearing.
2. The notice of the hearing shall be mailed by CDPHE to the applicant, the Towns of Telluride and Ophir ("the Towns"), Sheep Mountain Alliance ("SMA") and to each person who has filed a written request to receive notice of such proceedings. Email notification to counsel for the parties to the litigation shall also be provided.
3. The applicant shall cause the notice to be published for three (3) days in a newspaper of statewide circulation and in local newspapers designated by CDPHE in the area to be affected by the proposed action as soon as reasonably possible after receipt of the notice. The notice shall be mailed not less than sixty (60) days prior to the hearing.

4. The time and place of hearing will be fixed with due regard for the convenience of the parties or their representatives, and the public interest. The hearing will be held in the locale of the site to be licensed.
5. The cost of any licensing action hearing shall be at the expense of Energy Fuels Resources. These costs shall include, but not be limited to, the hearing officer, the meeting room, the court reporter and transcript copies, and the required notices. The costs shall not include the expenses of other parties to the hearing.

B. Party Status

1. A person who may be affected or aggrieved by the granting or denial of the application may apply for party status in accordance with the deadlines set forth in Exhibit A. Thereafter, application to be made a party shall not be considered except upon motion for good cause shown.
2. The parties to this agreement will automatically be considered to have party status. However, parties to this agreement will be required to provide the information described in paragraph (3) below to the hearing officer as well as to the other parties to the agreement in accordance with the timeline set forth in Exhibit A.
3. Application for party status must identify the individual or group applying, including the mailing address, e-mail address, and telephone number where they may be contacted, state the nature of their interest in the hearing and the specific ground on which they claim to be affected or aggrieved, and the specific aspects that they wish to address. The parties to this agreement may incorporate by reference the information regarding their affected and aggrieved interests that was submitted to establish standing during the litigation.
4. The hearing officer will grant or deny party status within five (5) days after receipt of the request for party status based on the nature and extent of the person's property, financial or other interest in the hearing and the possible effect of any order which may be entered as a result of the hearing on the person's interest. Except as provided in paragraphs B.2 and B.3, any person applying for or granted party status may, by motion to the hearing officer, challenge the right of any other person to be a party.
5. Parties shall have the right to initiate discovery. Parties shall have the right to make motions or objections, present evidence, cross-examine witnesses, and appeal from the decision of the hearing as provided by the Colorado Administrative Procedures Act, 24-4-101 et seq., CRS.
6. Non-parties will be permitted to submit written comments to the Department and may be permitted to make an oral presentation at the hearing, but will not have the other rights of a party.

C. Case Management Hearing

1. There shall be a case management hearing. The hearing officer shall attempt to follow the presumptive schedule attached to this agreement as Exhibit A, unless good cause is shown.
2. At the case management hearing, the hearing officer will determine a schedule for conducting discovery and resolving any discovery issues, including the timing of requests, responses, production, motions to compel, and responses to motions to compel,

as well as any other procedural issues that must be decided. Any party may request an expedited hearing at any time to resolve discovery disputes.

3. The hearing officer shall also determine when the hearing will be convened consistent with the timeline and paragraph 1 of this section and the amount of time that will be allowed for the presentation of evidence, provided that the hearing is scheduled in accordance with Exhibit A, unless good cause is shown.
4. Anticipating that the hearing will be continued for a specified period of time after convened, the hearing officer shall confirm the date by which the hearing must be completed, consistent with the timeline and paragraph 1 of this section, to allow: a) sufficient time for the hearing officer to deliberate and render a decision, b) CDPHE's Executive Director to take and resolve an appeal; and c) CDPHE to render final agency action, and perhaps a license, based on these proceedings.
5. Parties may attend the case management hearing by telephone.

D. Discovery

1. Discovery shall be as follows:
 - a. Any party may initiate discovery in the form of interrogatories to another party, requests for admission to another party, requests for production of documents to another party, or depositions of any persons, or any combination thereof.
 - b. Parties to this agreement may initiate discovery upon execution of this agreement. Other parties may commence discovery upon being granted party status.
 - c. The Colorado Rules of Civil Procedure shall govern discovery, to the extent they are not inconsistent with the Colorado Administrative Procedure Act, the Court's order, or this agreement.
 - d. To facilitate the convening of the hearing within 75 days of July 31, 2012, the timing for discovery and/or disclosures, including but not limited to expert disclosures, will be determined by the hearing officer at the case management hearing.
2. Protective orders and motions to compel will be considered in accordance with the Colorado Rules of Civil Procedure with the following modifications:
 - a. Motions for protective order must be filed with the hearing officer within seven (7) days of receipt of the notice or request for discovery.
 - b. Motions to compel must be filed with the hearing officer within seven (7) days of receipt of the discovery response.
 - c. Discovery motions shall set forth the grounds in support thereof and shall be ruled upon immediately.
3. Any party may request an expedited hearing at any time to resolve discovery disputes.
4. Discovery shall be conducted in accordance with Exhibit A, except as otherwise ordered by the hearing officer.
5. Decisions by the hearing officer are not subject to appeal during the pendency of these proceedings.

E. Prehearing Conference

1. As set forth in Exhibit A, the hearing officer shall direct the parties to appear for one or more pre-hearing conferences, at least one to be held at least 10 (ten) days before the hearing is convened, to consider:
 - a. The simplification and clarification of the issues;
 - b. The obtaining of stipulations and admissions of fact and of the contents and authenticity of documents to avoid unnecessary proof;
 - c. Identification of witnesses and the limitation of the number of expert witnesses, and other steps to expedite the presentation of evidence;
 - d. The setting of a hearing schedule;
 - e. Granting or denying requests for party status, if such decisions have not previously been made;
 - f. Such other matters as may aid in the orderly disposition of the hearing.
2. At such conference each party or person who has applied to become a party shall present to every other person, party, and the hearing officer a prehearing statement containing the information set forth by Exhibit A, along with any information required by order or amendment to Exhibit A that may be issued by the hearing officer.
3. The hearing officer shall issue a written summary of the action taken at the conference and agreements by the parties, which limits the issues or defines the matters in controversy to be determined in the hearing.

F. Conduct of Adjudicatory Hearing

1. Hearing presentations will proceed in the following order unless otherwise directed by the hearing officer.
2. Call to order, introductory remarks, and action on applications for party status, if not already decided.
3. Presentation of any stipulations or agreements of the parties, and any other matters required by the prehearing conference, if held.
4. Motions for continuance of the hearing shall be heard. Such continuance if granted shall set specific time and place for resumption of the hearing.
5. Opening statements by the parties in the order determined by the hearing officer.
6. Presentation by the parties in the order determined by the hearing officer.
7. Rebuttal by the parties in the order to be determined by the hearing officer.
8. Closing statements by the parties in the order to be determined by the hearing officer.
9. Public participation as provided for in these rules shall be allowed at that time or times during the hearing as determined by the hearing officer in its discretion to be appropriate.
10. At the conclusion of any witness's testimony, or at the conclusion of the party's entire presentation, as may be determined by the hearing officer, all parties may then cross-examine such witness or witnesses. The hearing officer may examine and cross-examine any witness. Non-parties shall not have the right to cross-examine.
11. Non-parties to the proceeding, wishing to present testimony may do so by indicating his/her desire in writing. A form will be available prior to and during the hearing. This form will request the person's name, address, whom he/she represents, the general nature

- of his/her testimony, and the time required for his/her presentation. This form is to be presented to the hearing officer prior to or during the hearing. Voluntary testimony not specifically requested on or by the written form may also be allowed. Any person presenting testimony shall be under oath and be subject to cross examination.
13. The hearing officer shall determine the applicable burden of proof for any motion, order, or issue raised by the parties.
 14. No interested person, party, or applicant for party status will have any oral or written communication with the hearing officer, the Executive Director of the CDPHE, or the CDPHE person identified as the person responsible for issuing licenses after the hearing officer's initial decision, relevant to the merits of this licensing proceeding unless reasonable prior notice is given to all participants in the hearing provided, however, that this provision shall not apply to communications between the Radiation Management Program and its counsel, nor to the Executive Director and CDPHE staff nor communications between the parties' counsel. This prohibition shall apply after the hearing is noticed. The hearing officer shall make a written record of any prohibited communication and transmit it to all the parties to the hearing.
 15. The evidence of the parties will be presented in conformance with Exhibit A, except as ordered by the hearing officer.

G. Department Decision on Adjudicated Issues

1. Any party to a hearing may, or if so directed by the hearing officer shall, file proposed findings of fact and conclusions of law and a proposed form of order or decision.
2. After due consideration of the hearing record, the hearing officer shall issue its written findings of fact, conclusions of law, and decision and order after receipt of proposed findings of fact and conclusions of law by the parties, recognizing that CDPHE must issue its decision on the license within 270 days of July 31, 2012.
3. Any party may appeal the decision to the executive director of CDPHE. CDPHE shall rule on any appeal of the decision of the hearing officer. The decision of the executive director of CDPHE is not final agency action and, therefore, is not appealable under the APA.
4. In the absence of any appeal, the hearing officer's decision on the adjudicated issues shall become final. After a final decision by the hearing officer, CDPHE will issue its final decision on the license application. The final decision of CDPHE on the license will be appealable pursuant to 24-4-106.
5. Deadlines for the actions set forth in this section shall be set by Exhibit A, and may be altered by the hearing officer based upon good cause.

III. Waiver of Certain Appellate Rights

Because the parties agree that the procedures contained herein satisfy the procedural and hearing requirements for uranium mill license applications, the parties to this agreement waive their right to appeal the procedures contained herein on the basis that this agreement may not comply with the Atomic Energy Act, the Colorado Radiation Control Act, the Colorado Radiation Regulations, and the Colorado Administrative Procedures Act.

IV. Modification of this Agreement

This agreement may be modified by agreement of the parties, subject to approval by the hearing officer.